



First Union Rail Corporation  
One O'Hare Center  
6250 River Road, Suite 5000  
Rosemont, IL 60018-4214  
Tel 847 318-7575  
Fax 847 318-7588  
<http://www.firstunion.com/rail>

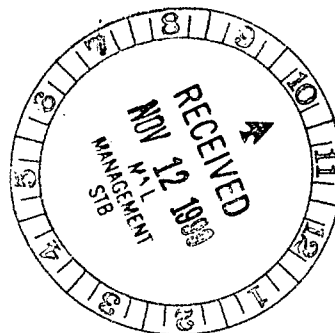
RECORDATION NO. 22534 FILED

NOV 18 '99

1-00PM

VIA UPS NEXT DAY AIR

November 10, 1999



Mr. Vernon E. Williams  
Surface Transportation Board  
1925 K Street, N.W., Room 704  
Washington, DC 20423-0001  
Attn: Recordation of Railroad Equipment

**Re: Memorandum of Lease Agreement**

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals and one (1) copy of a Memorandum of Lease Agreement, dated September 24, 1999, a primary document as defined in the Board's Rules for the Recordation of Documents. Please file this Memorandum of Lease as a primary document since a Master Lease has not been filed with the Surface Transportation Board. The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation  
One O'Hare Center  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Lessee: A.E. Staley Manufacturing Company  
2200 East Eldorado  
Decatur, IL 62525

A description of the railroad equipment covered by the enclosed document is set forth on Exhibit A, as attached to such Memorandum.

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned.

If you have any questions or concerns regarding the above-referenced matter, please feel free to contact me at (847) 384-5342. Thank you for your cooperation in this matter.

Very truly yours,

Tiffany Chase  
Manager of Documentation

Enclosures

(AEST003)

EXHIBIT A  
to  
RIDER NO. 2RECORDATION NO. 22534 FILED

NOV 18 '99

1-00PM

## MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 24<sup>th</sup> day of September, 1999, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and A.E. STALEY MANUFACTURING COMPANY Lessee", a DELAWARE corporation.

## WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of March 1, 1998, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 2 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of September 1, 1999 and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

## LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: Richard F. SeymourBy: K.A. DombrowskiName: RICHARD F. SEYMOUR

Vice President Sales &amp; Marketing

Name: K.A. DOMBROWSKI

Title: \_\_\_\_\_

Title: DIRECTOR OF DOCUMENTATION Executed on this 24<sup>th</sup> day of Sept, 1999.

[CORPORATE SEAL]

STATE OF ILLINOISCOUNTY OF COOK

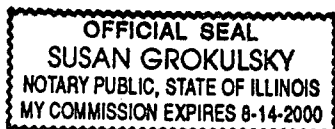
I, SUSAN GROKULSKY, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 24<sup>th</sup> day of September, 1999.

Susan Grokulskey  
Notary Public

My Commission Expires:

8-14-2000  
(Notary Public)



LESSEE:

A. E. STALEY MANUFACTURING

By: Lynn A. Hiser

Name: Lynn A. Hiser

Title: Director of Transportation

ATTEST:

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Executed on this \_\_\_\_\_ day of \_\_\_\_\_, 199\_\_.

[CORPORATE SEAL]

STATE OF Illinois

COUNTY OF Macon

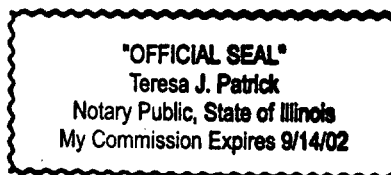
I, Teresa J. Patrick, a Notary Public of the County and State aforesaid, certify that Lynn A. Hiser personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 17<sup>th</sup> day of September, 1999.

Teresa J. Patrick  
Notary Public

Commission Expires:

9/14/02  
(Notary Public)



**EXHIBIT A  
TO  
MEMORANDUM OF LEASE**

**DESCRIPTION OF CARS:** Fifty (50) 5250 cubic foot Covered Hopper Cars

**CAR NUMBERS:** See below:

FURX	850016	FURX	850363
FURX	850041	FURX	850365
FURX	850044	FURX	850367
FURX	850059	FURX	850371
FURX	850062	FURX	850398
FURX	850090	FURX	850402
FURX	850100	FURX	850414
FURX	850101	FURX	850436
FURX	850109	FURX	850440
FURX	850124	FURX	850448
FURX	850133	FURX	850469
FURX	850148	FURX	850480
FURX	850165	FURX	850490
FURX	850189	FURX	850497
FURX	850238	FURX	850550
FURX	850240	FURX	850559
FURX	850252	FURX	850572
FURX	850254	FURX	850574
FURX	850293	FURX	850587
FURX	850320	FURX	850598
FURX	850321	FURX	850604
FURX	850330	FURX	850630
FURX	850334	FURX	850677
FURX	850337	FURX	850688
FURX	850353	FURX	850697
		Count:	50